

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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x  
PACIFIC LIFE INSURANCE COMPANY and :  
PACIFIC LIFE & ANNUITY COMPANY, :  
: Index No. 16-cv-00555-PGG  
Plaintiffs, :  
: -against- :  
U.S. BANK NATIONAL ASSOCIATION and BANK :  
OF AMERICA, NA, :  
: Defendants. :  
: x  
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**Declaration of Philip R. Schatz in Support of the Memorandum of Law of Pacific Life  
Insurance Co. and Pacific Life & Annuity Co. in Opposition to Defendant Bank of  
America's Motion to Dismiss**

I, PHILIP R. SCHATZ, hereby declare:

1. I am a partner of Wollmuth Maher & Deutsch LLP, counsel for

Plaintiffs Pacific Life Insurance Company and Pacific Life & Annuity Company (“PacLife”). I am familiar with the facts in this document based on my review of documents, and competent to testify to those facts if called as a witness.

2. I submit this declaration in support of PacLife’s opposition to Bank of America’s motion to dismiss.

3. **Exhibit 1** is a true and correct excerpted copy of the Pooling and Servicing Agreement related to WaMu Mortgage Pass-Through Certificates Series 2006-AR8 Trust, dated as of July 1, 2006.

4. **Exhibit 2** is a true and correct excerpted copy of the Mortgage Loan Purchase and Sale Agreement between Washington Mutual Bank and Washington Mutual Bank, fsb as Sellers, and WaMu Asset Acceptance Corp. as purchasers, dated as of October 25, 2005.

5. **Exhibit 3** is a true and correct excerpted copy of the Mortgage Loan Purchase and Sale Agreement between Washington Mutual Mortgage Securities Corp. and WaMu Asset Acceptance Corp., dated as of December 28, 2005.

I declare under penalty of perjury under the laws of the United States of America and the State of New York that the foregoing is true and correct.

Dated: New York, New York  
April 20, 2018

By: /s/ Philip R. Schatz  
Philip R. Schatz